

United States Bankruptcy Court
Eastern District of New York

Voluntary Petition

| | | | | | | | | | |
|--|--|--|--|--------------------------------|---------------------------------|----------------------------------|-----------------------------------|---------------------------------|--------------------------|
| Name of Debtor (if individual, enter Last, First, Middle): FPSDA II, LLC | | Name of Joint Debtor (Spouse) (Last, First, Middle): | | | | | | | |
| All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): | | All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names): | | | | | | | |
| Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all): 20-8368606 | | Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN(if more than one, state all): | | | | | | | |
| Street Address of Debtor (No. & Street, City, and State): 195 Pine Aire Drive Bayshore, NY ZIP CODE 11706 | | Street Address of Joint Debtor (No. & Street, City, and State): | | | | | | | |
| County of Residence or of the Principal Place of Business: | | County of Residence or of the Principal Place of Business: | | | | | | | |
| Mailing Address of Debtor (if different from street address): 7466 NewRidge Rd, Ste 9 Hanover, MD ZIP CODE 21076 | | Mailing Address of Joint Debtor (if different from street address): | | | | | | | |
| Location of Principal Assets of Business Debtor (if different from street address above): 195 Pine Aire Drive, Bayshore, NY | | ZIP CODE 11706 | | | | | | | |
| Type of Debtor (Form of Organization) (Check one box.) | Nature of Business (Check one box) | | Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box) | | | | | | |
| | <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other | | | | | | | | |
| Tax-Exempt Entity (Check box, if applicable) | | <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13 | | | | | | | |
| <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code.) | | <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding | | | | | | | |
| Nature of Debts (Check one box) | | <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts. | | | | | | | |
| Filing Fee (Check one box) | | Chapter 11 Debtors | | | | | | | |
| <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b) See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B. | | Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. | | | | | | | |
| | | Check all applicable boxes <input type="checkbox"/> A plan is being filed with this petition <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b). | | | | | | | |
| Statistical/Administrative Information | | | | | | | | | |
| <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors. | | | | | | | | | |
| THIS SPACE IS FOR COURT USE ONLY | | | | | | | | | |
| Estimated Number of Creditors | | | | | | | | | |
| <input checked="" type="checkbox"/> <input type="checkbox"/> | | | | | | | | | |
| 1- | 50- | 100- | 200- | 1,000- | 5,001- | 10,001- | 25,001- | 50,001- | Over |
| 49 | 99 | 199 | 999 | 5,000 | 10,000 | 25,000 | 50,000 | 100,000 | 100,000 |
| Estimated Assets | | | | | | | | | |
| <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> | | | | | | | | | |
| \$0 to \$50,000 | \$50,001 to \$100,000 | \$100,001 to \$500,000 | \$500,001 to \$1 million | \$1,000,001 to \$10 million | \$10,000,001 to \$50 million | \$50,000,001 to \$100 million | \$100,000,001 to \$500 million | \$500,000,001 to \$1 billion | More than \$1 billion |
| Estimated Liabilities | | | | | | | | | |
| <input type="checkbox"/> <input type="checkbox"/> <input checked="" type="checkbox"/> <input type="checkbox"/> | | | | | | | | | |
| \$0 to \$50,000 | \$50,001 to \$100,000 | \$100,001 to \$500,000 | \$500,001 to \$1 million | \$1,000,001 to \$10 million | \$10,000,001 to \$50 million | \$50,000,001 to \$100 million | \$100,000,001 to \$500 million | \$500,000,001 to \$1 billion | More than \$1 billion |

| | | | |
|---|--|---|--|
| Voluntary Petition <i>(This page must be completed and filed in every case)</i> | | Name of Debtor(s): FPSDA II, LLC | |
| All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.) | | | |
| Location Where Filed: NONE | Case Number: | Date Filed: | |
| Location Where Filed: | Case Number: | Date Filed: | |
| Pending Bankruptcy Case Filed by any Spouse, Partner or Affiliate of this Debtor (If more than one, attach additional sheet) | | | |
| Name of Debtor: See Attached | Case Number: | Date Filed: | |
| District: | Relationship: | Judge: | |
| Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.) | | Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b). | |
| <input type="checkbox"/> Exhibit A is attached and made a part of this petition. | <input checked="" type="checkbox"/> X. Not Applicable Signature of Attorney for Debtor(s) _____ Date _____ | | |
| Exhibit C Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety? <input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No | | | |
| Exhibit D (To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.) <input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition. If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition. | | | |
| Information Regarding the Debtor - Venue (Check any applicable box) | | | |
| <input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District. <input type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District. <input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District. | | | |
| Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes.) | | | |
| <input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following). | | | |
| (Name of landlord that obtained judgment) _____ | | | |
| (Address of landlord) _____ | | | |
| <input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and | | | |
| <input type="checkbox"/> Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition. | | | |
| <input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)). | | | |

Voluntary Petition*(This page must be completed and filed in every case)*

Name of Debtor(s):

FPSDA II, LLC

Signatures**Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

X Not Applicable

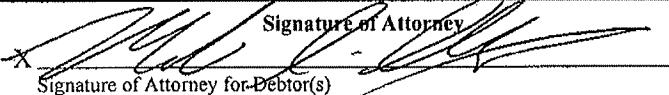
Signature of Debtor

X Not Applicable

Signature of Joint Debtor

Telephone Number (If not represented by attorney)

Date


Signature of Attorney

Signature of Attorney for Debtor(s)

Michael Amato Bar No. 5225

Printed Name of Attorney for Debtor(s) / Bar No.

Ruskin Moscou Faltischek, PC

Firm Name

1425 RXR Plaza Uniondale, NY 11556

Address

(516) 663-6600

Telephone Number

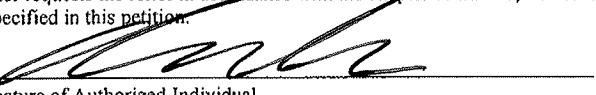
Date

*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

Signature of Debtor (Corporation/Partnership)

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests the relief in accordance with the chapter of title 11, United States Code, specified in this petition.


X

Signature of Authorized Individual

Allen Bj Paik

Printed Name of Authorized Individual

Member

Title of Authorized Individual

7/13/10

Date

Signature of a Foreign Representative

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

I request relief in accordance with chapter 15 of Title 11, United States Code. Certified Copies of the documents required by § 1515 of title 11 are attached.

Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the Chapter of title 11 specified in the petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

X Not Applicable

(Signature of Foreign Representative)

(Printed Name of Foreign Representative)

Date

Signature of Non-Attorney Petition Preparer

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

Not Applicable

Printed Name and title, if any, of Bankruptcy Petition Preparer

Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.)

Address

X Not Applicable

Date

Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual.

If more than one person prepared this document, attach to the appropriate official form for each person.

A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.

In re _____ Case No. _____
Debtor

FORM 1. VOLUNTARY PETITION
Pending Bankruptcy Cases Filed Attachment

| <u>Name of Debtor</u> | <u>Case No./Relationship</u> | <u>Date Filed/Judge</u> |
|---------------------------------------|------------------------------|-------------------------|
| 1333 Donuts, LLC | Affiliate | |
| Benfield Road Donuts, LLC | Affiliate | |
| Blue Point Ventures, LLC | Affiliate | |
| CDDC Holding Company, LLC | Affiliate | |
| CDDC Acquisition Company, LLC | Affiliate | |
| Commack Road Donuts, LLC | Affiliate | |
| D3C, LLC | Affiliate | |
| Five Points Development Partners, LLC | Affiliate | |
| FPSDA I, LLC | Affiliate | |
| FPSDA II, LLC | Affiliate | |
| Highbridge Donuts, LLC | Affiliate | |
| Kingdom Donuts, LLC | Affiliate | |
| Metro Shops Donuts, LLC | Affiliate | |
| Middle Country Road Donuts, LLC | Affiliate | |
| Miller Place Donuts, LLC | Affiliate | |
| Mountain Road Donuts, LLC | Affiliate | |
| Upper Marlboro, LLC | Affiliate | |

RESOLUTION OF THE COMPANY'S MANAGING MEMBERS

RESOLVED, that the preparation of a filing by or on behalf of FPSDA II, LLC (the "Company") of a voluntary petition (the "Petition") for relief under Chapter 11 of Title 11 of the United States Code in the United States Bankruptcy Court for the Eastern District of New York be, and hereby is, authorized to undertake and commence the filing of the Petition; and be it further

RESOLVED, that upon a determination of the Members to authorize the filing of the Petition, and in connection with the foregoing, the officers of the Company are authorized to execute all documents and take all steps they deem appropriate and necessary to effect the filing; and be it further

RESOLVED, that the engagement of (i) Ruskin Moscou Faltischek, P.C. as bankruptcy counsel to the Company, to render legal services to, and to represent, the Company in connection with the bankruptcy proceeding and other related matters is hereby authorized, and (ii) any officer and/or member of the Company is authorized to engage such special counsel or financial professionals as the management of the Company deems appropriate and necessary; and be it further

RESOLVED, that the officers of the Company be, and each of them hereby is, authorized and directed to take any and all such further action and to execute and deliver any and all such further instruments and documents and to pay all such expenses, in each case as in his, her or their judgment shall be necessary or desirable in order fully to carry out the intent and accomplish the purposes of the resolutions adopted herein, including but not limited to the orderly administration of the bankruptcy case; and be it further

RESOLVED, that all acts lawfully done or actions lawfully taken by any officer/member of the Company in connection with the reorganization of the Company or any matter related thereto, or by virtue of these resolutions, are hereby in all respects ratified, confirmed and approved.

IN WITNESS WHEREOF, the undersigned has executed this certificate as of the 15 day of July, 2010.

FPSDA II, LLC

By:


Allen Bj Paik
Member